

PO 2000015903

JOHN R. COUNCIL

ATTORNEY AT LAW

14028 FIFTH STREET

P.O. BOX 991

DADE CITY, FLORIDA 33526-0991

A. DALLAS ALBRITTON

(OF COUNSEL)

TELEPHONE:
(352) 567-5175

FAX NO.:
(352) 567-6719

February 5, 2002

Florida Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

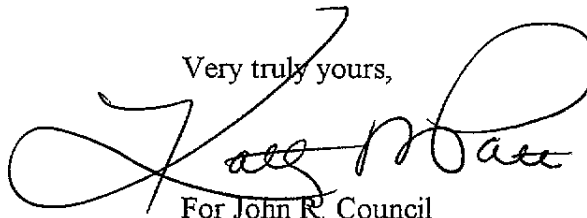
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Re: Curtis, Jones & Smith, Inc.

Dear Sir/Madam:

Please find enclosed Articles for filing along with our check on the above Corporation. Please forward the filed copy to our office at your convenience.

Very truly yours,


For John R. Council

/kp
encls.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION

OF

CURTIS, JONES & SMITH, INC.

ARTICLE I. CORPORATE NAME

The name of the corporation is: CURTIS, JONES & SMITH, INC.

The principal place of business of this Corporation shall be:

31753 Gude Road
Dade City, FL 33525

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock (Having a par value of \$1.00 per share).

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence upon filing of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address if the initial Registered Office of this Corporation in the State of Florida shall be:

Linda L. Jones
31753 Gude Road
Dade City, FL 33525

Mailing Address: P.O. Box 74
San Antonio, FL 33576

Acceptance by Registered Agent:

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation; and the registered agent signature.

Linda L. Jones
LINDA L. JONES

02 FEB -7 PM 12:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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The board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

The corporation shall have three directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTOR

The name and street address of the initial directors of this Corporation is:

Linda L. Jones	William C. Curtis	Kraig W. Smith
31753 Gude Road	10611 Marianne Lane	7452 Turtlebrook Lane
Dade City, FL 33525	New Port Richey, FL 34654	New Port Richey, FL 34655

The person named as initial director shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATORS

The names and street addresses of the persons signing these Articles of Incorporation as the Incorporators are:

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, have executed the Articles of Incorporation on February 4, 2002.

Linda L. Jones
LINDA L. JONES, INCORPORATOR

STATE OF FLORIDA
COUNTY OF PASCO

Before me, a Notary Public, personally appeared Linda L. Jones, personally known to me and who did not take an oath described herein as Incorporator and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she subscribed to these Articles of Incorporation on February 4, 2002



Kathy Marie Pate
MY COMMISSION # CC984622 EXPIRES
December 19, 2004
BONDED THRU TROY FAIN INSURANCE, INC.

Kathy Marie Pate
Notary Public